

UNITED STATES DISTRICT COURT  
DISTRICT OF NEW JERSEY

MASON CAPITAL L.P., and MASON CAPITAL, LTD.	)	ECF Case
	)	Document Electronically Filed
	)	
Plaintiffs,	)	
	)	
v.	)	Civil Action No. 2:18-CV-01119-MCA-LDW
	)	
PERRIGO CO., PLC, <i>et al.</i> ,	)	
	)	
Defendants.	)	
	)	
PENTWATER EQUITY	)	
OPPORTUNITIES MASTER FUND,	)	
LTD., PENTWATER EVENT DRIVEN	)	
CAYMAN FUND LTD., PENTWATER	)	
MERGER ARBITRAGE MASTER FUND	)	
LTD., PWCM MASTER FUND LTD.,	)	Civil Action No. 2:18-CV-01121-MCA-LDW
OCEANA MASTER FUND LTD., LMA	)	
SPC FOR AND ON BEHALF OF MAP 98	)	
SEGREGATED PORTFOLIO, and	)	
AMUNDI ABSOLUTE RETURN	)	
PENTWATER FUND PLC (F/K/A AAI	)	
PENTWATER FUND PLC –	)	
PENTWATER EVENT EQUITY	)	
REFLECTION FUND),	)	
	)	
Plaintiffs,	)	
	)	
v.	)	
	)	
PERRIGO CO., PLC, <i>et al.</i> ,	)	
	)	
Defendants.	)	
	)	

**STIPULATION AND [PROPOSED] ORDER**

WHEREAS, the complaints in the above-captioned individual actions (the “Individual Actions”) have been designated as related actions to the June 21, 2017 Amended Complaint for Violation of the Federal Securities Laws (the “Amended Complaint”) in *Roofer’s Pension Fund v. Papa, et al.*, No. 2:16-cv-2805-MCA-LDW (the “Consolidated Class Action”);

WHEREAS, plaintiffs and defendants in the Individual Actions stipulated and agreed on February 20, 2018 that they would confer and submit a proposed schedule for the filing of answers or other responses to the complaints in the Individual Actions no more than thirty (30) days after the Court in the Consolidated Class Action issued an opinion on the motions to dismiss the Amended Complaint in the Consolidated Class Action (the “Motion to Dismiss”), which the Court in each of the Individual Actions so-ordered on February 21, 2018;

WHEREAS, on July 27, 2018, the Court in the Consolidated Class Action issued an opinion granting in part and denying in part the Motions to Dismiss (2018 WL 3601229);

WHEREAS, on August 24, 2018, the parties jointly sought an extension until September 14, 2018 of the deadline to submit a proposed schedule for next steps in each of the Individual Actions, which the Court in each of the Individual Actions so-ordered on August 27, 2018;

WHEREAS, after conferring, the parties hereto believe the below schedule is fair and reasonable.

NOW, THEREFORE, IT IS HEREBY STIPULATED AND AGREED by the parties hereto, through their undersigned counsel, subject to the Court’s approval, as follows:

1. Defendants Perrigo, Papa, and Brown shall move, answer, or otherwise respond to the complaints in the Individual Actions on or before November 21, 2018; and
2. In the event that Perrigo, Papa, and/or Brown moves to dismiss any complaint in

the Individual Actions:

- (a) Plaintiffs in the Individual Actions shall have until January 30, 2019 to serve opposition papers; and
- (b) Perrigo, Papa, and Brown shall have until February 28, 2019 to serve reply papers in further support of their motion(s) to dismiss.

Dated: September 14, 2018

**WHIPPLE AZZARELLO, LLC**

/s/ John A. Azzarello

John A. Azzarello  
161 Madison Avenue  
Suite 325  
Morristown, NJ 07960  
(973) 267-7300  
azzarello@whippleazzarello.com

**GREENBAUM ROWE SMITH & DAVIS  
LP**

/s/ Alan S. Naar

Alan S. Naar  
99 Wood Avenue South  
Iselin, New Jersey 08830  
Telephone: (732) 549-5600  
Facsimile: (732) 549-1881  
anaar@greenbaumlaw.com

**LABATON SUCHAROW LLP**

Serena P. Hallowell (*pro hac vice to be filed*)  
Michael P. Canty (*pro hac vice to be filed*)  
Eric J. Belfi (*pro hac vice to be filed*)  
David J. Schwartz (*pro hac vice to be filed*)  
140 Broadway  
New York, NY 10005  
(212) 907-0700  
shallowell@labaton.com  
mcanty@labaton.com  
ebelfi@labaton.com  
dschwartz@labaton.com  
*Attorneys for Plaintiffs in the  
Individual Actions*

**FRIED, FRANK, HARRIS, SHRIVER &  
JACOBSON LLP**

James D. Wareham (*pro hac vice to be filed*)  
James E. Anklam (*pro hac vice to be filed*)  
801 17th Street, NW  
Washington DC 20006  
Telephone: (202) 639-7000  
Facsimile: (202) 639-7003  
james.wareham@friedfrank.com  
james.anklam@friedfrank.com

Samuel P. Groner (*pro hac vice to be filed*)  
One New York Plaza  
New York, New York 10004  
Telephone: (212) 859-8000  
Facsimile: (212) 859-4000  
samuel.groner@friedfrank.com

*Counsel for Defendant Perrigo Company plc*

**GIBSON, DUNN & CRUTCHER LLP**

/s/ Reed Brodsky

Reed Brodsky (*pro hac vice to be filed*)  
Aric H. Wu (*pro hac vice to be filed*)  
Marshall R. King  
200 Park Avenue  
New York, New York 10016-0193  
Telephone: (212) 351-4000  
Facsimile: (212) 351-4035  
rbrodsky@gibsondunn.com  
awu@gibsondunn.com  
mking@gibsondunn.com

*Counsel for Defendant Joseph C. Papa*

**SULLIVAN & CROMWELL LLP**

/s/ Johhn L. Hardiman

John L. Hardiman (*pro hac vice to be filed*)  
Brian T. Frawley  
Michael P. Devlin (*pro hac vice to be filed*)  
125 Broad Street  
New York, NY 10004  
(202) 558-4000  
hardimanj@sullcrom.com  
frawleyb@sullcrom.com  
devlinm@sullcrom.com

*Counsel for Defendant Judy L. Brown*

SO ORDERED THIS S DAY OF November

SO ORDERED

Ma  
\_\_\_\_\_  
Madeline Cox Arleo, U.S.D.J.